UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

ARISTA RECORDS LLC; ATLANTIC RECORDING CORPORATION; ARISTA MUSIC, fka BMG MUSIC; CAPITOL RECORDS LLC fka CAPITOL RECORDS, INC.; ELEKTRA ENTERTAINMENT GROUP INC.; INTERSCOPE RECORDS; LAFACE RECORDS LLC; MOTOWN RECORD COMPANY, L.P.; PRIORITY RECORDS LLC; SONY MUSIC ENTERTAINMENT, fka SONY BMG MUSIC ENTERTAINMENT; UMG RECORDINGS, INC.; VIRGIN RECORDS AMERICA, INC.; and WARNER BROS. RECORDS INC., Plaintiffs, v. LIME WIRE LLC; LIME GROUP LLC; MARK GORTON; and M.J.G. LIME WIRE FAMILY LIMITED PARTNERSHIP, Defendants	06 Civ. 05936 (KMW) ECF CASE

DECLARATION OF KELLY M. KLAUS IN SUPPORT OF PLAINTIFFS' MOTION FOR PARTIAL SUMMARY JUDGMENT ON THE DIRECT INFRINGEMENT OF THE WORKS AT ISSUE

I, Kelly M. Klaus, hereby declare as follows:

1. I am a partner in the law firm of Munger, Tolles & Olson LLP, counsel of record to Plaintiffs. I make this Declaration in support of Plaintiffs' Motion for Partial Summary Judgment on the Direct Infringement of the Works at Issue. The contents of this Declaration are based upon my own personal knowledge, and if called upon to do so, I could and would testify competently to the matters stated herein.

2. Attached hereto as Exhibit 1 is a Seagate hard drive, labeled RC-00008845, containing copies of Plaintiffs' sound recordings downloaded by the DtecNet and MediaSentry firms, and the accompanying verification files corresponding to each download. This hard drive contains the files referenced in the Declarations of Thomas Sehested of DtecNet and Chris Connelly of MediaSentry, submitted concurrently herewith.

3. Attached hereto as Exhibit 2 is a true and correct copy of the list of Plaintiffs' copyrighted sound recordings at issue in the litigation ("Schedule A"). This Exhibit includes information identifying whether each sound recording was downloaded by the DtecNet or the MediaSentry firm.

4. Attached hereto as Exhibit 3 is a true and correct copy of the list of Plaintiffs' "Pre-1972" sound recordings at issue in the litigation ("Schedule B"). This Exhibit includes information identifying whether each sound recording was downloaded by the DtecNet or the MediaSentry firm.

5. Attached hereto as Exhibit 4 is a true and correct copy of excerpts from the Expert Report of Professor Emin Gün Sirer, dated and served January 14, 2011.

I declare under penalty of perjury under the laws of the United States that the foregoing is true and correct.

Dated: January 26, 2011
Los Angeles, CA

Kelly M. Klaus